

Law Offices

**MORGAN, LEWIS & BOCKIUS LLP**

101 Park Avenue

New York, New York 10178

(212) 309-6000

Attorneys for Defendants Colgate-Palmolive

Company Employees' Retirement Income Plan and

Colgate-Palmolive Company

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

SHARI PROESEL and PAMELA HOSIE,  
et al.

Plaintiffs,

vs.

COLGATE-PALMOLIVE COMPANY  
EMPLOYEES' RETIREMENT INCOME  
PLAN, COLGATE-PALMOLIVE  
COMPANY, as Plan Administrator,

Defendants.

Case No. 07-CIV-9515-BSJ

Judge Barbara S. Jones

Magistrate Judge Kevin N. Fox

To: Edgar Pauk (EP 1039)  
144 East 44th Street, Suite 600  
New York, New York 10017

Joseph H. Meltzer  
Edward W. Ciolko  
Joseph A. Weeden  
SCHIFFRIN BARROWAY  
TOPAZ & KESSLER, LLP  
280 King of Prussia Road  
Radnor, Pennsylvania 19087

Attorneys for Plaintiffs

**NOTICE OF MOTION FOR ADMISSION *PRO HAC VICE***

PLEASE TAKE NOTICE that upon the annexed Affidavit of Joseph J. Costello in support of this Motion and the Certificate of Good Standing annexed thereto, we will move this Court at the United States Courthouse for the Southern District of New York, pursuant to Rule

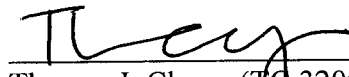
636905-6 DEC 27 2007

1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, for an Order allowing the admission of Joseph J. Costello, a Partner of the firm of MORGAN, LEWIS & BOCKIUS LLP and a member in good standing of the highest court of the state of Pennsylvania, attorney *pro hac vice* to argue or try these proceedings in whole or in part.

Respectfully submitted,

MORGAN, LEWIS & BOCKIUS LLP  
Attorneys for Defendants

By:

  
Theresa J. Chung (TC 3200)  
MORGAN, LEWIS & BOCKIUS LLP  
101 Park Avenue  
New York, NY 10178  
Telephone: (212) 309-6000  
Facsimile: (212) 309-6001

Dated: December 27, 2007

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**MORGAN, LEWIS & BOCKIUS LLP**  
101 Park Avenue  
New York, New York 10178  
(212) 309-6000  
Attorneys for Defendants Colgate-Palmolive  
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**MOTION FOR LEAVE OF COURT TO APPEAR *PRO HAC VICE***

Theresa J. Chung, an associate of the firm of Morgan, Lewis & Bockius LLP, 101 Park Avenue, New York, New York 10178, respectfully represents as follows:

1. The undersigned is a member in good standing of the Bar of this Court. Pursuant to Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, the undersigned respectfully moves the admission *pro hac vice* in this action of Joseph J. Costello, of Morgan, Lewis & Bockius LLP, 1701 Market Street, Philadelphia, PA 19103.

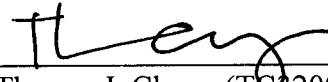
2. Mr. Costello is a member in good standing of the bar of Pennsylvania, and his Certificate of Good Standing is appended to his Affidavit.

3. Mr. Costello intends to represent Defendant Colgate-Palmolive Company Employees' Retirement Income Plan and Colgate-Palmolive Company in the above-captioned proceedings. Based on the affidavit annexed hereto, Mr. Costello certifies that he is eligible for admission to this Court and is admitted to practice and is in good standing in the jurisdiction shown in paragraph 2 above. Mr. Costello further certifies that there are no pending disciplinary proceedings against him in any State or Federal court.

**WHEREFORE**, it is respectfully requested that Mr. Costello be admitted to practice before this Court *pro hac vice* as counsel for all purposes in these proceedings.

Respectfully submitted,

MORGAN, LEWIS & BOCKIUS LLP  
Attorneys for Defendants

By:   
Theresa J. Chung (TC3200)  
MORGAN, LEWIS & BOCKIUS LLP  
101 Park Avenue  
New York, NY 10178  
Telephone: (212) 309-6000  
Facsimile: (212) 309-6001

Dated: December 27, 2007



Supreme Court of Pennsylvania

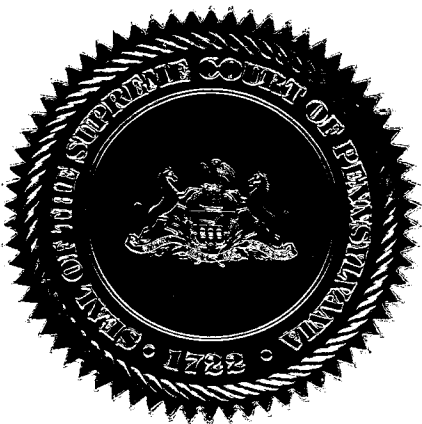
**CERTIFICATE OF GOOD STANDING**

***Joseph John Costello, Esq.***

**DATE OF ADMISSION**

***November 12, 1985***

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal

Dated: December 19, 2007

A handwritten signature in black ink, appearing to read "Patricia A. Johnson".

Patricia A. Johnson  
Chief Clerk

Law Offices  
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**AFFIDAVIT OF THERESA J. CHUNG IN SUPPORT OF  
MOTION TO ADMIT COUNSEL *PRO HAC VICE***

THERESA J. CHUNG, being duly sworn, hereby deposes and says as follows:

1. I am an associate at the firm of Morgan, Lewis & Bockius LLP, counsel for Defendants Colgate-Palmolive Company Employees' Retirement Income Plan and Colgate-Palmolive Company ("Colgate") (collectively "Defendants") in the above captioned matter. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendants' motion to admit Joseph J. Costello as counsel *pro hac vice* to represent Defendants in this matter.


2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law in June 2003. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Mr. Costello since November 2004.


4. I have found Mr. Costello to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

5. I respectfully submit a proposed order granting the admission of Joseph J. Costello, *pro hac vice*, which is attached hereto as Exhibit A.

WHEREFORE, affiant respectfully requests that the motion to admit Joseph J. Costello, *pro hac vice*, to represent Defendants in the above captioned matter, be granted.

  
Theresa J. Chung

Subscribed and sworn to before me  
this 21st of December, 2007

  
Notary Public

COMMONWEALTH OF PENNSYLVANIA  
Notarial Seal  
Annette Lopresti, Notary Public  
City Of Philadelphia, Philadelphia County  
My Commission Expires June 24, 2010  
Member, Pennsylvania Association of Notaries

**IN THE UNITED STATES DISTRICT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

SHARI PROESEL and PAMELA HOSIE,  
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Plaintiffs,

vs.

COLGATE-PALMOLIVE COMPANY  
EMPLOYEES' RETIREMENT INCOME  
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Case No. 07-CIV-9515-BSJ

Judge Barbara S. Jones  
Magistrate Judge Kevin N. Fox

**ORDER GRANTING ADMISSION TO PRACTICE *PRO HAC VICE***

Upon the motion of Theresa J. Chung attorney for Defendants Colgate-Palmolive Employees' Retirement Income Plan and Colgate-Palmolive Company and said sponsor attorney's affidavit in support;

**IT IS HEREBY ORDERED** that

Joseph J. Costello  
MORGAN, LEWIS & BOCKIUS LLP  
101 Park Avenue  
New York, NY 10178  
Telephone: (212) 309-6000  
Facsimile: (212) 309-6001  
jcostello@morganlewis.com

is admitted to practice *pro hac vice* as counsel for Colgate-Palmolive Employees' Retirement Income Plan and Colgate-Palmolive Company in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov). Counsel shall forward the *pro*



*hac vice* fee to the Clerk of Court.

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Honorable \_\_\_\_\_, U.S.D.J.  
United States District Court  
for the Southern District of New York

**CERTIFICATE OF SERVICE**

The undersigned, an attorney, hereby certifies that a true and correct copy of the Notice of Motion for Admission *Pro Hac Vice* of Joseph J. Costello, with supporting papers and proposed Order were served by regular mail on the 27th day of December to:

Edgar Pauk (EP 1039)  
144 East 44th Street, Suite 600  
New York, New York 10017

Joseph H. Meltzer  
Edward W. Ciolko  
Joseph A. Weeden  
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Theresa J. Chung